

Joseph D. Jean, Esq.
Scott D. Greenspan, Esq.
**PILLSBURY WINTHROP SHAW
PITTMAN LLP**
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*Special Insurance Counsel to the Debtor
and Debtor in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MADISON SQUARE BOYS & GIRLS CLUB, INC.,¹

Debtor.

Chapter 11

Case No. 22-10910 (SHL)

**TWELFTH MONTHLY FEE STATEMENT OF
PILLSBURY WINTHROP SHAW PITTMAN LLP
FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED AS
SPECIAL INSURANCE COUNSEL FOR DEBTOR FOR PERIOD
FROM JUNE 1, 2023 THROUGH JUNE 30, 2023**

¹ The last four digits of the Debtor's federal tax identification number are 6792. The Debtor's mailing address is 250 Bradhurst Avenue, New York, New York 10039.

Name of Applicant:	Pillsbury Winthrop Shaw Pittman LLP
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	August 12, 2022, <i>nunc pro tunc</i> June 29, 2022
Period for which compensation and reimbursement is sought:	June 1, 2023 through June 30, 2023
Monthly Fees Incurred:	\$48,967.20
20% Holdback:	\$9,793.44
Total Compensation Less 20% Holdback:	\$39,173.76
Monthly Expenses Incurred:	\$0.00
Total Fees and Expenses Due:	\$39,173.76
This is a: <u> X </u> monthly <u> </u> interim <u> </u> final application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the *Order Authorizing the Retention and Employment of Pillsbury Winthrop Shaw Pittman LLP as Special Insurance Counsel for Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 123] (the “Retention Order”), and the *Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 125] (the “Interim Compensation Order”),² Pillsbury Winthrop Shaw Pittman LLP (“Pillsbury”), special insurance counsel for the above-captioned debtor and debtor in possession (collectively, the “Debtor”)

² Capitalized terms used herein but not otherwise defined herein have the meanings ascribed to them in the Interim Compensation Order.

hereby submits this twelfth monthly fee statement (the “Twelfth Monthly Fee Statement”), seeking compensation for services rendered and reimbursement of expenses incurred as counsel to the Debtor, for the period from June 1, 2023 through June 30, 2023 (the “Twelfth Monthly Fee Period”). By this Twelfth Monthly Fee Statement, Pillsbury seeks payment in the amount of \$39,173.76, which is comprised of (i) \$39,173.76, which represents eighty percent (80%) of the total amount of compensation sought for actual and necessary services rendered during the Twelfth Monthly Fee Period, and (ii) reimbursement of \$0.00.

Services Rendered and Expenses Incurred

1. Attached as **Exhibit A** is a summary of Pillsbury’s professionals by individual, setting forth the (i) name, title, and department of each individual who provided services in connection with this chapter 11 case during the Twelfth Monthly Fee Period, (ii) aggregate hours spent by each individual, (iii) hourly billing rate for each such individual at Pillsbury’s current billing rates, (iv) amount of fees earned by each Pillsbury professional, and (v) the year of bar admission for each attorney. The blended hourly billing rate of Pillsbury attorneys during the Twelfth Monthly Fee Period is approximately \$964.42. The blended hourly rate of legal assistants during the Twelfth Monthly Fee Period is approximately \$400.00.

2. Attached as **Exhibit B** is a summary of the services rendered and compensation sought, by project category, for the Twelfth Monthly Fee Period.

3. Attached as **Exhibit C** is a summary of expenses incurred and reimbursement sought, by expense type, for the Twelfth Monthly Fee Period.

4. Attached as **Exhibit D** is itemized time detail of Pillsbury professionals for the Twelfth Monthly Fee Period and summary materials related thereto.

Notice and Objection Procedures

5. Notice of this Twelfth Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (a) the Debtor, Madison Square Boys and Girls Club, Inc., 250 Bradhurst Avenue, New York, New York 10039 (Attn.: Tim McChristian, Jeffrey Dold); (b) Debtor's counsel, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019 (Attn.: Alan W. Kornberg, John T. Weber, and Leslie E. Liberman); (c) counsel to the United States Trustee for Region 2, U.S. Department of Justice, Office of the U.S. Trustee, 201 Varick Street, Room 1006, New York, New York 10014 (Attn.: Andrea B. Schwartz and Tara Tiantian); and (d) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 34th Floor, New York, New York 10017 (Attn.: James Stang, John W. Lucas and Gillian N. Brown).

6. Objections to this Twelfth Monthly Fee Statement, if any, must be filed with the Court and served upon Pillsbury and the other Notice Parties so as to be received no later than **fifteen (15) days after filing of Fee Statement** (the "Objection Deadline"), setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection").

7. If no objections to this Twelfth Monthly Fee Statement are filed and served as set forth above, the Debtor shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

8. If an objection to this Twelfth Monthly Fee Statement is received on or before the Objection Deadline, the Debtor shall withhold payment of that portion of this Twelfth Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be heard by the Court.

New York, New York
Dated: July 21, 2023

/s/ Joseph D. Jean

Joseph D. Jean, Esq.

Scott D. Greenspan, Esq.

**PILLSBURY WINTHROP SHAW PITTMAN,
LLP**

31 West 52nd Street

New York, NY 10019

Telephone: (212) 858-1000

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joseph.jean@pillsburylaw.com

scott.greenspan@pillsburylaw.com

*Special Insurance Counsel to the Debtor and
Debtor in Possession*

Exhibit A

Compensation by Professional

**SUMMARY OF COMPENSATION BY PROFESSIONAL
FOR SERVICES RENDERED FOR THE PERIOD
FROM JUNE 1, 2023 THROUGH JUNE 30, 2023**

Name of Professional Partners and Counsel	Title	Department	Year Admitted	Standard Hourly Rate (\$)	15% Discounted Hourly Rate (\$)	Total Billed Hours	Total Compensation (\$)
Joseph D. Jean	Partner	Litigation	1998	1,570.00	1,335.00	2.6	3,471.00
Scott D. Greenspan	Senior Counsel	Litigation	1996	1,110.00	944.00	45.9	43,329.60
Total Partners and Counsel:						#48.5	46,800.60

Name of Associates	Department	Year Admitted	Hourly Billing Rate (\$)	15% Discounted Hourly Rate (\$)	Total Billed Hours	Total Compensation (\$)
Andrew V. Alfano	Insolvency	2017	980.00	833.00	0.2	166.60
Total Associates:					#0.2	166.60

Name of Paralegals and other Non-Legal Staff	Hourly Billing Rate (\$)	15% Discounted Hourly Rate (\$) ³	Total Billed Hours	Total Compensation (\$)
Stephanie Korchinski	575.00	400.00	5.0	2,000.00
Total Associates:			#5.0	2,000.00

PROFESSIONALS	15% Discounted Blended Rate (\$)	TOTAL BILLED HOURS	TOTAL COMPENSATION (\$)
Partners and Counsel	964.96	48.5	46,800.60
Associates	833.00	0.2	166.60
Paralegals/Non-Legal Staff	400.00	5.0	2,000.00
Blended Attorney Rate	964.42	48.7	46,967.20
Total Fees Incurred		#53.7	48,967.20

³ Paralegal billable rates include a 15% discount off standard rates or a \$400.00 cap on hourly rates for paralegals, whichever results in a lower rate.

Exhibit B

Compensation by Task Code

**AGGREGATE TIME SUMMARY BY TASK CODE
FOR THE PERIOD FROM JUNE 1, 2023 THROUGH JUNE 30, 2023**

Task Code	Project Category	Total Hours	Total Fees (\$)
701	Case Administration	2.1	840.00
702	Asset Analysis and Recovery	15.5	13,489.60
705	Fee/Employment Applications	1.0	486.60
706	Fee/Employment Objections		
707	Mediation		
708	Claims Administration and Objections		
709	Plan and Disclosure Statement	30.9	30,186.20
710	Litigation	4.2	3,964.80
711	Court Hearings		
712	Cash Collateral/DIP Financing/Exit Financing		
713	Lease/Executory Contract Issues		
714	First Day Hearing Preparation		
715	Creditor Inquiries		
716	Corporate Governance and Board Matters		
	TOTAL	53.7	48,967.20

Exhibit C

Expense Summary

**AGGREGATE ITEMIZED DISBURSEMENTS FOR THE PERIOD
FROM JUNE 1, 2023 THROUGH JUNE 30, 2023**

Expenses Category	Total Expenses (\$)
Court Costs & Litigation Expenses	
Information Retrieval Services	
Reporting Services	
Overtime – Meals	
Duplicating and Word Processing	
Taxi	
Business Expenses	
Miscellaneous	
TOTAL	0.00

Exhibit D

Itemized Time Detail



Tax ID No. 94-1311126

Tim McChristian
Executive Director
Madison Square Boys & Girls Club
250 Bradhurst Ave
New York, NY 10039

July 17, 2023
Invoice No. 8544446
Client No. 055278
Matter No. 0000002
Michael Kosnitzky
(786) 913-4900

For Professional Services Rendered and Disbursements Incurred through June 30, 2023

<u>Matter Name</u>	<u>Services</u>	<u>Disbursements</u>	<u>Balance Due</u>
Insurance Recovery	\$ 48,967.20	\$ 0.00	\$ 48,967.20
Total This Invoice:	\$ 48,967.20	\$ 0.00	\$ 48,967.20

Current charges only. Time and disbursements not yet recorded will be included in future invoices.

Pillsbury Winthrop Shaw Pittman LLP
600 Brickell Avenue, Suite 3100 - Miami, FL - 33131
Due Upon Receipt
Remittance Address
P.O. Box 30769 . New York, NY 10087-0769

Client No: 055278
Matter No: 0000002
Michael Kosnitzky

July 17, 2023
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Insurance Recovery

For Professional Services Rendered and Disbursements Incurred Through June 30, 2023

Time Detail By Task

<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
<u>Task: 701 - Case Administration</u>				
S. Korchinski	06/21/23	Revise document collection to include recent correspondence.	0.30	\$120.00
S. Korchinski	06/26/23	Revise document collection to include recent correspondence.	0.70	280.00
S. Korchinski	06/27/23	Revise document collection to include recent correspondence.	1.10	440.00
Subtotal Task: 701 - Case Administration			2.10	\$840.00

Task: 702 - Asset Analysis and Recovery

S. D. Greenspan	06/01/23	Correspondence with insurer counsel re: claim status.	0.20	\$188.80
S. D. Greenspan	06/02/23	Review and analyze prior insurer correspondence in connection with ensuring response to outstanding inquiries.	1.70	1,604.80
S. D. Greenspan	06/05/23	Review and analyze latest coverage position letter from Chubb/strategize re: response (.4); review and analyze caselaw cited in Chubb coverage position letter (.8); confer with J. Jean re: Chubb (NC).	1.20	1,132.80
S. D. Greenspan	06/12/23	Correspondence with B. Baker re: response to Chubb coverage position letter re: FK invoices.	0.20	188.80
S. D. Greenspan	06/12/23	Conference with J. Jean re: results of New York research re: control of defense when insurer reserves its rights.	0.20	188.80
S. D. Greenspan	06/13/23	Correspondence with B. Baker re: response to insurer correspondence from Chubb's counsel.	0.20	188.80

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Michael KosnitzkyJuly 17, 2023
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<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
S. D. Greenspan	06/15/23	Review and analyze defense information provided by Friedman Kaplan in connection with response to Chubb inquiry and review Chubb coverage correspondence in connection with same.	4.70	4,436.80
S. Korchinski	06/15/23	Review correspondence for acceptance or denial of coverage by Chubb re: the Ligouri, M.H., C.M., and E. Tolfani litigations or claims.	2.10	840.00
S. D. Greenspan	06/16/23	Review and analyze Chubb correspondence and Chubb defense-related documents/complaints in connection with response to Chubb inquiries.	2.20	2,076.80
S. D. Greenspan	06/22/23	Correspondence with Pillsbury team re: mediation of abuse claims.	0.20	188.80
S. D. Greenspan	06/27/23	Review outstanding insurer correspondence from AIG, Chubb, Swiss Re and Allianz and re: requests for information in connection with potential responses.	2.60	2,454.40

Subtotal Task: 702 - Asset Analysis and Recovery	15.50	\$13,489.60
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Task: 705 - Fee/Employment Applications

S. Korchinski	06/15/23	Draft 11th monthly fee statement.	0.80	\$320.00
A. V. Alfano	06/16/23	Review 11th monthly fee statement (.1); email S. Korchinski issue with respect to same (.1).	0.20	166.60

Subtotal Task: 705 - Fee/Employment Applications	1.00	\$486.60
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Task: 709 - Plan and Disclosure Statement

J. D. Jean	06/05/23	Confer with S. Greenspan re: Chubb strategy and response.	0.40	\$534.00
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Michael Kosnitzky

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Invoice No. 8544446
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<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
S. D. Greenspan	06/07/23	Review and analyze correspondence from and with Mark Plevin, counsel for Chubb, re: insurers' suggested revisions to the Plan and strategize re: response to same (1.7); correspondence with PW team re: same including drafting of responses to Chubb's suggested revisions (.9); confer re: same with J. Jean (.3).	2.90	2,737.60
J. D. Jean	06/07/23	Confer with S. Greenspan re: Plan and Chubb.	0.30	400.50
S. D. Greenspan	06/08/23	Review correspondence with M. Plevin re: responses to Chubb's requested revisions to the Plan.	0.40	377.60
S. D. Greenspan	06/09/23	Prepare for and attend telephone conference with insurer counsel and J. Weber re: negotiations re: confirmation plan (1.4); telephone conference with J. Weber re: same (.1); correspondence with J. Jean re: same (.2); review New York caselaw re: right to independent counsel in connection with insurer requests re: defense post-reorganization (2.9); review and analyze Chubb's proposed revision to the Plan re: selection and control of defense counsel (.3); correspondence with UCC re: same (.2); conference with UCC in connection with same (.2); correspondence with M. Plevin and J. Weber re: additional revisions to the First Amended Plan (.3).	5.60	5,286.40
S. D. Greenspan	06/09/23	Confer with J. Jean re: conference with M. Plevin on behalf of Chubb, non-objection to plan and illegality of its request to appoint defense counsel (.3); confer with J. Jean re: messaging to UCC re: Chubb attempt to control defense (.3).	0.60	566.40

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<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
J. D. Jean	06/09/23	Confer with S. Greenspan re: conference with M. Plevin on behalf of Chubb, non-objection to plan and request to appoint defense counsel as being contrary to law and ROR (.3); confer with S. Greenspan re: messaging to UCC re: Chubb attempt to select defense counsel and negative ramifications of same (.3); confer with S. Greenspan re: J. Weber and Chubb re: Plan (.2).	0.80	1,068.00
S. D. Greenspan	06/12/23	Telephone conference with UCC re: reorganization plan negotiations (.2); correspondence with UCC re: same (.2); review revisions to the Plan and Trust Allocation Protocol and review correspondence to UCC re: same and re: Chubb's suggested revisions to Plan re: selection/control of defense counsel (.4); correspondence with J. Weber re: preparation of response to Chubb's suggested revisions to Plan re: selection/control of defense counsel (.2); prepare response to Chubb's suggested revisions to Plan re: selection/control of defense counsel and strategize re: same (1.4); correspondence with PW team re: draft of same (.2); research New York caselaw re: right to independent counsel when insurer agrees to defend under a reservation of rights (in connection with the foregoing) (1.2); review M. Plevin's response to my prior email re: selection of defense counsel and control of defense and strategize re: response (.8); correspondence with PW team re: response to M. Plevin's email (.3); correspondence with UCC re: M. Plevin email (.2).	5.10	4,814.40
J. D. Jean	06/12/23	Review correspondence re: Chubb's position on independent counsel and confer with S. Greenspan re: research re: NY law re: same.	0.40	534.00

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<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
S. D. Greenspan	06/13/23	Correspondence with PW team and insurer counsel re: scheduling group call re: control of defense issue (.2); prepare for and attend conference call with UCC counsel, PW team and counsel for Chubb re: Plan negotiations (1.2); telephone conference with J. Weber re: control of defense issues in Plan (.2); telephone conference with UCC counsel re: same (.2); review and analyze the UCC's latest suggested revisions to the First Amended Plan (.4); correspondence with PW team re: same (.2); correspondence with PW team, insurer counsel and UCC re: extension of time to file objections to the Plan and re: insurer call (.4); review and analyze latest revisions to the Plan and Trust Allocation reflecting the parties' dismissions (.4).	3.20	3,020.80
S. D. Greenspan	06/14/23	Prepare for and attend conference with UCC counsel re: control of the defense issues and re: negotiation of the plan; (.4); research New York law re: ability of insurers that defend under a reservation of rights to recover defense costs (3.3); prepare memorandum re: same (1.2); correspondence with counsel for Chubb and with the UCC and PW team re: status of resolution of open issues in the plan negotiations (.2); review and analyze correspondence from bankruptcy counsel for Chubb and annexed proposed revisions by Chubb to the plan including re: control of defense issues and strategize re: response to same (.6); correspondence with PW team re: response to Chubb's proposed revisions to the Plan (.3); correspondence with UCC re: same (.2).	6.20	5,852.80

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Michael KosnitzkyJuly 17, 2023
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<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
S. D. Greenspan	06/15/23	Review the UCC's proposed revisions to the Plan in response to Chubb's proposed revisions to the plan and review the UCC's correspondence to Chubb's counsel M. Plevin and to J. Weber re: same (.6); review and analyze further negotiation emails between J. Lucas and M. Plevin re: same (.3); review and analyze further revised Plan as revised by Debtor's counsel in connection with the above negotiations (.5); correspondence with L. Lieberman re: same (.2).	1.60	1,510.40
J. D. Jean	06/15/23	Review correspondence re: coverage for claims.	0.60	801.00
S. D. Greenspan	06/16/23	Review and analyze further revise Plan (1.2); correspondence with PW team, J. Lucas and M. Plevin re: same (.2)	1.40	1,321.60
S. D. Greenspan	06/22/23	Telephone conference with M. Plevin re: mediation motion and correspondence with PW team re: same.	0.20	188.80
J. D. Jean	06/22/23	Confer with S. Greenspan re: mediation of abuse claims.	0.10	133.50
S. D. Greenspan	06/29/23	Review further revised draft Plan, Trust Agreement and Allocation Protocol and accompanying correspondence to M. Plevin.	0.90	849.60
S. D. Greenspan	06/30/23	Correspondence with J. Weber and M. Plevin re: confirmation hearing and Plan negotiations.	0.20	188.80
Subtotal Task: 709 - Plan and Disclosure Statement			30.90	\$30,186.20
<u>Task: 710 - Litigation</u>				
S. D. Greenspan	06/06/23	Correspondence with PW team re: review of insurer correspondence for production.	0.20	\$188.80
S. D. Greenspan	06/07/23	Review documents for responsiveness and privilege for production (3.6); correspondence with PW team re: same (.2).	3.80	3,587.20

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<u>Timekeeper</u>	<u>Date</u>	<u>Service</u>	<u>Hours</u>	<u>Amount</u>
S. D. Greenspan	06/14/23	Correspondence with L. Varga re: review and production of insurer correspondence to respond to discovery requests.	0.20	188.80
Subtotal Task: 710 - Litigation			4.20	\$3,964.80
Total:			53.70	\$ 48,967.20

Time Summary By Task

<u>Task</u>	<u>Hours</u>	<u>Amount</u>
701 - Case Administration	2.10	840.00
702 - Asset Analysis and Recovery	15.50	13,489.60
705 - Fee/Employment Applications	1.00	486.60
709 - Plan and Disclosure Statement	30.90	30,186.20
710 - Litigation	4.20	3,964.80
Total	53.70	\$ 48,967.20

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value Billed</u>
Partner			
J. D. Jean	2.60	\$1,335.00	\$3,471.00
Senior Counsel			
S. D. Greenspan	45.90	\$944.00	\$43,329.60
Senior Associate			
A. V. Alfano	0.20	\$833.00	\$166.60
Paralegal			
S. Korchinski	5.00	\$400.00	\$2,000.00
Total	53.70		\$48,967.20

Total Due For Matter 0000002: \$48,967.20



Tax ID No. 94-1311126

Tim McChristian
Executive Director
Madison Square Boys & Girls Club
250 Bradhurst Ave
New York, NY 10039

July 17, 2023
Invoice No. 8544446
Client No. 055278
Matter No. 0000002
Michael Kosnitzky
(786) 913-4900

Remittance Advice

Enclose this Remittance Advice for Proper Credit

Matter Number	Services	Disbursements	Balance Due
0000002	\$ 48,967.20	\$ 0.00	\$ 48,967.20
Total This Invoice:	\$ 48,967.20	\$ 0.00	\$ 48,967.20

Payable in U.S. Dollars upon receipt.

Payment Options:

For payment by mail, remit to: Pillsbury Winthrop Shaw Pittman LLP, P.O. Box 30769, New York, NY 10087-0769

For Electronic Payments including Wire Transfer, ACH, and SWIFT Payments, send to: JP Morgan Chase Bank NA, NY, NY; for credit to Pillsbury Winthrop Shaw Pittman LLP, Account .

Please include our client, matter and invoice number for proper credit.

[Additional remittance information may also be forwarded to accountsreceivable@pillsburylaw.com]